

IN THE UNITED STATES DISTRICT COURT
FOR THE MIDDLE DISTRICT OF TENNESSEE
NASHVILLE DIVISION

BNA ASSOCIATES, LLC,

Plaintiff,

v.

GOLDMAN SACHS SPECIALTY
LENDING GROUP, L.P.,

Defendant.

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Case No. _____

NOTICE OF REMOVAL

Defendant Goldman Sachs Specialty Lending Group, L.P. (“Goldman Sachs”), respectfully submits this Notice of Removal and removes this action from the Chancery Court for Davidson County, Tennessee, where it presently is pending, to the United States District Court for the Middle District of Tennessee. In support, Goldman Sachs respectfully states as follows:

BACKGROUND

1. On May 4, 2021, Plaintiff BNA Associates, LLC (“BNA Associates”) filed a Complaint against Goldman Sachs in the Davidson County Chancery Court, the case being styled *BNA Associates, LLC v. Goldman Sachs Specialty Lending Group, L.P.*, Case No. 21-0403-IV.

2. Goldman Sachs has not been served with the Summons and Complaint. *See Murphy Brothers, Incorporated v. Michetti Pipe Stringing, Incorporated*, 526 U.S. 344, 347-48 (1999) (holding that the 30-day deadline for removal under 28 U.S.C. § 1446(b) is “triggered by the simultaneous service of the summons and complaint, or receipt of the complaint, ‘through service or otherwise,’ after and apart from service of the summons, but not by mere receipt of the

complaint unattended by any formal service”). Nonetheless, “[s]ervice of process is not a prerequisite to the defendants exercising their right of removal under 28 U.S.C. § 1446.” *See Arthur v. Litton Loan Servicing LP*, 249 F. Supp. 2d 924, 931 (E.D. Tenn. 2002). *See also Novak v. Bank of New York Mellon Tr. Co., NA.*, 783 F.3d 910, 911 (1st Cir. 2015) (“[W]e conclude that service is generally not a prerequisite for removal and that a defendant may remove a state-court action to federal court any time after the lawsuit is filed but before the statutorily-defined period for removal ends.”).¹

3. Besides the Complaint, no process, pleadings, or orders have been filed in the Davidson County Chancery Court. A true and correct copy of the Complaint is attached hereto as Exhibit A. *See* 28 U.S.C. § 1446(a) (A defendant or defendants desiring to remove any civil action from a state court shall file “a copy of all process, pleadings, and orders served upon such defendant or defendants in such action.”).

6. Venue for this action is proper in this Court because it sits in the federal judicial district and division embracing the Davidson County Chancery Court, where this action was originally filed. *See* 28 U.S.C. § 1441(a).

7. Pursuant to 28 U.S.C. § 1446(d), a copy of this Notice of Removal is being filed with the Chancery Court Clerk for Davidson, County, Tennessee and served on BNA Associates.

8. Pursuant to 28 U.S.C. § 1446(d), undersigned counsel certifies that copies of this Notice of Removal and Goldman Sachs’ Notice of Filing Notice of Removal are being served upon counsel for BNA Associates, Eugene N. Bulso, Jr. and Eric W. Smith, Bulso PLC, 155 Franklin Road, Suite 400, Brentwood, Tennessee, 37027.

¹ Goldman Sachs files this Notice without waiving any rights and defenses to the Complaint, including, without limitation, lack of or improper service of the Complaint.

BASIS FOR DIVERSITY JURISDICTION

9. This Court has subject matter jurisdiction over this action under 28 U.S.C. § 1332(a), which grants federal courts original jurisdiction over all civil actions between citizens of different states where the amount in controversy exceeds the sum or value of \$75,000, exclusive of interest and costs.

10. BNA Associates is a limited liability company organized under Tennessee law. (*See* Exhibit A, Complaint ¶ 3). BNA Associates has two members, both of whom are Tennessee residents.

11. Goldman Sachs is a limited partnership organized under Delaware law. (*See* Exhibit B, Declaration of Melissa L. James ¶ 2). Goldman Sachs has two partners, GSSLG Gen-Par, LLC, and GSSG Holdings, LLC. (*Id.* ¶ 3). Both limited liability companies are organized under Delaware law and the sole member of GSSLG Gen-Par, LLC is GSSG Holdings, LLC. (*Id.* ¶ 4). The sole member of GSSG Holdings, LLC is The Goldman Sachs Group, Inc. (*Id.* ¶ 5). The Goldman Sachs Group, Inc., is incorporated in Delaware and has its principal place of business in New York, New York. (*Id.* ¶ 6).

12. For these reasons, this action satisfies the first requirement for diversity jurisdiction as the parties are citizens of different states.

13. Additionally, the amount in controversy exceeds \$75,000 as BNA Associates requests more than \$54 million in damages in its Prayer for Relief in the Complaint. *See* 28 U.S.C. § 1446(c)(2)(B) (“If removal of a civil action is sought on the basis of the jurisdiction conferred by section 1332(a), the sum demanded in good faith in the initial pleading shall be deemed to be the amount in controversy....”).

14. For these reasons, Goldman Sachs submits that removal pursuant to 28 U.S.C. § 1441(b) is appropriate because this case satisfies requirements for this Court to exercise diversity jurisdiction.

Based upon the foregoing, Goldman Sachs respectfully removes the above-captioned case from the Davidson County Chancery Court.

Respectfully submitted,

/s/ Jason W. Callen

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CERTIFICATE OF SERVICE

I hereby certify that on this 22nd day of June, 2021, the foregoing was filed electronically through the ECF system, is available for viewing and downloading from the ECF system, and will be sent electronically and via U. S. Mail, first-class postage prepaid to the registered participants identified on the Notice of Electronic Filings, including the following:

Eugene N. Bulso, Jr.
Eric W. Smith
BULSO PLC
155 Franklin Road, Suite 400
Brentwood, Tennessee 37027

/s/ Jason W. Callen